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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**ANNUAL AUDITED REPORT  
FORM X-17A-5  
PART III**

**FACING PAGE**

**Information Required of Brokers and Dealers Pursuant to Section 17 of the  
Securities Exchange Act of 1934 and Rule 17a-5 Thereunder**

REPORT FOR THE PERIOD BEGINNING January 1, 2004 AND ENDING December 31, 2004  
MM/DD/YY MM/DD/YY

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER:

AFSG Securities Corporation

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

570 Carillon Parkway

(No. and Street)

St. Petersburg, Florida 33716

(City)

(State)

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

Kim D. Day

(727) 299-1659

(Area Code - Telephone No.)

**B. ACCOUNTANT IDENTIFICATION**

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*

Ernst & Young LLP

(Name - of individual, state last, first, middle name)

801 Grand Avenue, Suite 3400 Des Moines, Iowa 50309

(Address)

(City)

(State)

PROCESSED

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THOMSON  
FRANCIAL

**CHECK ONE:**

☒ Certified Public Accountant

☐ Public Accountant

☐ Accountant not resident in United States or any of its possessions.

**FOR OFFICIAL USE ONLY**

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See section 240.17a-5(e)(2).

SEC 1410 (6-02)

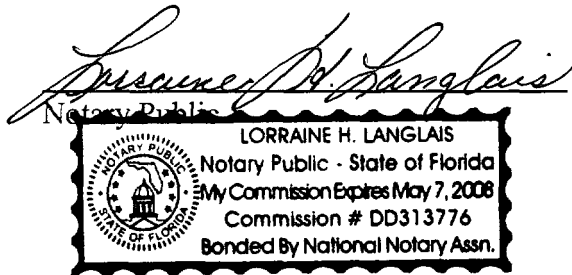
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3/11/05  
S.S.

## Oath or Affirmation

I, Kim D. Day, affirm that to the best of my knowledge and belief, the accompanying financial statements and supplemental information pertaining to the firm of AFSG Securities Corporation, as of December 31, 2004, are true and correct. I further affirm that neither the Company nor any principal officer or director has any proprietary interest in any account classified solely as that of a customer.

  
Vice-President



This report contains:

- (X) (a) Facing page
- (X) (b) Statement of Financial Condition
- (X) (c) Statement of Income
- (X) (d) Statement of Cash Flows
- (X) (e) Statement of Changes in Stockholder's Equity
- ( ) (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors
- (X) (g) Computation of Net Capital
- (X) (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3
- ( ) (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3
- ( ) (j) A reconciliation, including appropriate explanation, of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3
- ( ) (k) A reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation
- (X) (l) An Oath or Affirmation
- ( ) (m) A copy of the SIPC Supplemental Report
- (X) (n) Supplementary Report on Internal Control of Independent Registered Public Accounting Firm

## Report of Independent Registered Public Accounting Firm

The Board of Directors and Stockholder  
AFSG Securities Corporation

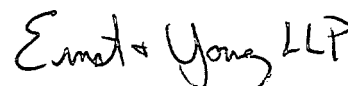
We have audited the accompanying statements of financial condition of AFSG Securities Corporation as of December 31, 2004 and 2003, and the related statements of operations, changes in stockholder's equity, and cash flows for the years then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of AFSG Securities Corporation at December 31, 2004 and 2003, and the results of its operations and its cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying supplemental schedules are presented for purposes of additional analysis and are not a required part of the basic financial statements, but are supplemental information required by Rule 17a-5 under the Securities Exchange Act of 1934. Such information has been subjected to the auditing procedures applied in our audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

February 6, 2005



# AFSG Securities Corporation

## Financial Statements and Supplemental Information

Years Ended December 31, 2004 and 2003

### Contents

Report of Independent Registered Public Accounting Firm.....	1
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#### Financial Statements

Statements of Financial Condition.....	2
Statements of Operations .....	3
Statements of Changes in Stockholder's Equity .....	4
Statements of Cash Flows .....	5
Notes to Financial Statements.....	6

#### Supplemental Information

##### Supplemental Schedules:

Computation of Net Capital – Part IIA .....	9
Statement Relating to Certain Determinations Required Under Rule 15c3-3 – Part IIA .....	12
Statement Pursuant to Rule 17a-5(d)(4) .....	13
Supplementary Report on Internal Control of Independent Registered Public Accounting Firm .....	14

AFSG Securities Corporation

Statements of Financial Condition

	December 31,	
	2004	2003
<b>Assets</b>		
Cash and cash equivalents	\$ 9,873,831	\$ 3,627,761
Receivables – wire orders – other broker dealers	5,815,836	11,013,141
Receivables from affiliate	8,903	–
Deferred sales costs, less accumulated amortization of \$5,715,652 and \$2,143,204	4,073,307	7,295,851
Receivable under tax allocation agreement	338,698	–
Deferred income taxes asset	652	7,314
Prepaid expenses and other assets	6,389	46,453
Total assets	<u>\$20,117,616</u>	<u>\$21,990,520</u>
<b>Liabilities and stockholder's equity</b>		
<b>Liabilities:</b>		
Accounts payable and other accrued expenses:		
Accrued expenses	\$ 668,683	\$ 41,685
Wire orders – other broker dealers	5,305,348	11,013,141
Payable to affiliate	–	258,204
Payable under tax allocation agreement	–	189,622
Total liabilities	<u>5,974,031</u>	<u>11,502,652</u>
<b>Stockholder's equity:</b>		
Common stock, par value \$1.00, authorized, issued and outstanding 10,000 shares	10,000	10,000
Additional paid-in-capital	5,846,507	5,846,507
Retained earnings	8,287,078	4,631,361
Total stockholder's equity	<u>14,143,585</u>	<u>10,487,868</u>
Total liabilities and stockholder's equity	<u>\$20,117,616</u>	<u>\$21,990,520</u>

*See accompanying notes.*

# AFSG Securities Corporation

## Statements of Operations

	Year Ended December 31,	
	2004	2003
Revenues:		
Commission income from affiliates	\$245,742,964	\$289,960,323
Sales of rights to future 12b-1 fees and contingent deferred sales charges	14,459,568	25,106,332
Distribution fees	21,722,564	8,035,280
Other income	50,532	53,081
Total revenues	281,975,628	323,155,016
Expenses:		
Commissions	276,086,800	319,008,890
Operating	165,105	79,527
Total expenses	276,251,905	319,088,417
Income before income taxes	5,723,723	4,066,599
Income tax expense (benefit):		
Current	2,061,344	1,522,341
Deferred	6,662	(3,827)
	2,068,006	1,518,514
Net income	\$ 3,655,717	\$ 2,548,085

*See accompanying notes.*

# AFSG Securities Corporation

## Statements of Changes in Stockholder's Equity

	<b>Common Stock</b>	<b>Additional Paid-In Capital</b>	<b>Retained Earnings</b>	<b>Total Stockholder's Equity</b>
Balance at January 1, 2003	\$10,000	\$5,846,507	\$2,083,276	\$ 7,939,783
Net income	—	—	2,548,085	2,548,085
Balance at December 31, 2003	10,000	5,846,507	4,631,361	10,487,868
Net income	—	—	3,655,717	3,655,717
Balance at December 31, 2004	<u>\$10,000</u>	<u>\$5,846,507</u>	<u>\$8,287,078</u>	<u>\$14,143,585</u>

*See accompanying notes.*

# AFSG Securities Corporation

## Statements of Cash Flows

	Year Ended December 31,	
	2004	2003
<b>Operating activities</b>		
Net income	\$3,655,717	\$2,548,085
Adjustments to reconcile net income to net cash used in operating activities:		
Deferred income tax expense (benefit)	6,662	(3,827)
Sales costs deferred	(2,493,108)	(9,056,125)
Amortization of deferred sales costs	5,715,652	2,127,249
Changes in operating assets and liabilities:		
Receivables	5,197,305	(4,214,654)
Change in receivable/payable from affiliate	(267,107)	173,476
Change in receivable/payable under tax allocation agreements	(528,320)	138,462
Prepaid expenses and other assets	40,064	7,403
Accounts payable and other accrued expenses	(5,080,795)	3,890,373
Net cash provided by (used in) operating activities	6,246,070	(4,389,558)
Cash and cash equivalents at beginning of year	3,627,761	8,017,319
Cash and cash equivalents at end of year	<u>\$9,873,831</u>	<u>\$3,627,761</u>
Cash paid in during the year for:		
Income taxes	<u>\$2,589,664</u>	<u>\$1,383,879</u>

*See accompanying notes.*



# AFSG Securities Corporation

## Notes to Financial Statements

December 31, 2004

### 1. Principal Activities and Significant Accounting Policies

#### Organization

AFSG Securities Corporation (the Company) is a wholly owned subsidiary of Commonwealth General Corporation (CGC), an indirect wholly owned subsidiary of AEGON N.V., a holding company organized under the laws of The Netherlands. The Company is a registered broker-dealer under the Securities Exchange Act of 1934 whose principal business activity is the sale of variable annuity contracts issued by affiliated insurance companies. The Company also acts as the principal underwriter for the Transamerica IDEX Mutual Funds ("IDEX"), the Transamerica Premier Funds ("Premier") and the AEGON/Transamerica Series Funds ("ATSF") sponsored by affiliates.

#### Basis of Presentation

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

#### Cash and Cash Equivalents

For purposes of the statement of cash flows, the Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents.

#### Deferred Sales Costs

Certain costs that are directly related to the sales of mutual funds are deferred and amortized over the period which related revenues are recognized.

#### Commissions

Commission income on sales of variable annuity contracts is determined as a percentage of collected premiums of the affiliated insurance companies. Commission expense on sales of variable annuity contracts is paid on behalf of the Company by an affiliate.

# AFSG Securities Corporation

## Notes to Financial Statements (continued)

### 1. Principal Activities and Significant Accounting Policies (continued)

Sales commissions earned along with the related commission expenses on the distribution of mutual fund shares are recorded on the trade date (the date the orders are executed). Commissions on mutual fund 12b-1 fees are recognized as such fees are earned.

### 2. Income Taxes

The Company files consolidated federal and state income tax returns with certain affiliates. Under the terms of a tax-sharing agreement, each member of the group has agreed to pay its proportionate share of income taxes calculated on a separate return basis, except that tax credits and net operating loss carryforwards are determined on the basis of the consolidated group. Deferred income taxes have been established by each member of the consolidated group based upon temporary differences within each entity.

The provision for income taxes consists of the following:

	<b>Year Ended December 31</b>	
	<b>2004</b>	<b>2003</b>
Federal	<b>\$1,968,531</b>	\$1,376,863
State	<b>99,475</b>	141,651
	<b><u>\$2,068,006</u></b>	<b><u>\$1,518,514</u></b>

Deferred income taxes arise primarily from differing methods used to account for expenses not deductible until future periods for tax purposes. Net deferred income taxes are comprised entirely of gross deferred income tax assets at December 31, 2004 and 2003, respectively.

Income tax expense differs from the amount computed by applying the statutory federal income tax rate to income before income taxes primarily due to state taxes.

### 3. Transactions With Affiliates

The Company is a member of a group of affiliated companies which are engaged in the sale of life insurance, annuities and other investment related activities. During 2004 and 2003, a substantial portion of the Company's operating expenses were absorbed by

# AFSG Securities Corporation

## Notes to Financial Statements (continued)

### 3. Transactions With Affiliates (continued)

affiliates as no allocation of shared expenses was done. In conjunction with the Company becoming the principal underwriter for the IDEX Funds during 2001, the Company entered into an agreement with Money Services, Inc. (MSI), a related party and an indirect wholly owned subsidiary of AEGON N.V., to sell the future rights to 12b-1 distribution fees and the contingent deferred sales charges to MSI. The sales price is based on the amount of the deferred sales costs and, accordingly, there is no gain or loss on the transaction. The proceeds from such sales and the related commission expense related to the immediate amortization of the deferred sales costs asset were \$14,459,568 and \$25,106,332 during 2004 and 2003, respectively. During the term of the agreement, MSI shall at no time sell or pledge the 12b-1 fees to the Company. The management of AEGON N.V.'s U.S. operations has expressed its intent to uphold the terms of this agreement and, accordingly, not permit MSI or any other affiliate to have any recourse against the Company related to such sale.

### 4. Net Capital Requirement

The Company is subject to the net capital provisions of Rule 15c3-1 of the Securities Exchange Act of 1934. This rule prohibits the Company from engaging in any securities transactions at a time when (a) its "aggregate indebtedness" exceeds 15 times its "net capital" or (b) its "net capital" is less than a minimum amount as those terms are defined by the rule. Net capital and the related net capital ratio may fluctuate on a daily basis. At December 31, 2004, the Company had net capital of \$9,715,361, which was \$9,617,729 in excess of its required net capital of \$97,632. The Company's ratio of aggregate indebtedness to net capital was .15 to 1. Various other regulatory agencies may impose additional capital requirements. The Company is exempt from maintaining a special reserve bank account under Rule 15c3-3(k)(1).

## Supplemental Information

AFSG Securities Corporation

Computation of Net Capital – Part IIA

December 31, 2004

**Computation of Net Capital**

1. Total ownership equity from Statement of Financial Condition		<u>\$14,143,585</u>
2. Deduct ownership equity not allowable for Net Capital		<u>—</u>
3. Total ownership equity qualified for Net Capital		<u>14,143,585</u>
4. Add:		
A. Liabilities subordinated to claims of general creditors allowable in computation of net capital		<u>—</u>
B. Other (deductions) or allowable credits		<u>—</u>
5. Total capital and allowable subordinated liabilities		<u>14,143,585</u>
6. Deductions and/or charges:		
A. Total nonallowable assets from Statement of Financial Condition:	<u>\$ 4,428,224</u>	
B. Secured demand note deficiency	<u>—</u>	
C. Commodity futures contracts and spot commodities – proprietary capital charges	<u>—</u>	
D. Other deductions and/or charges – excess insurance deductible	<u>—</u>	<u>4,428,224</u>
7. Other additions and/or allowable credits		<u>—</u>
8. Net capital before haircuts on securities positions		<u>9,715,361</u>

# AFSG Securities Corporation

## Computation of Net Capital – Part IIA (continued)

### Computation of Net Capital (continued)

9. Haircuts on securities [computed, where applicable, pursuant to 15c3-1 (f)]:	
A. Contractual securities commitments	\$ –
B. Subordinated securities borrowings	–
C. Trading and investment securities:	
1. Exempted securities	–
2. Debt securities	–
3. Options	–
4. Other securities	–
D. Undue concentration	–
E. Other	– \$ –
10. Net Capital	<u>\$ 9,715,361</u>

### Computation of Basic Net Capital Requirement

#### Part A

11. Minimum net capital required (6-2/3% of line 19)	<u>\$ 97,632</u>
12. Minimum dollar net capital requirement of reporting broker or dealer and minimum net capital requirement of subsidiaries	<u>5,000</u>
13. Net capital requirement (greater of line 11 or 12)	<u>97,632</u>
14. Excess net capital (line 10 less 13)	<u>9,617,729</u>
15. Excess net capital at 1000% (line 10 less 10% of line 19)	<u>9,568,913</u>

AFSG Securities Corporation

Computation of Net Capital – Part IIA (continued)

**Computation of Aggregate Indebtedness**

16. Total A.I. liabilities from Statement of Financial Condition	<u>\$1,464,486</u>
17. Add:	
A. Drafts for immediate credit	<u>—</u>
B. Market value of securities borrowed for which no equivalent value is paid or credited	<u>—</u>
C. Other unrecorded amounts	<u>—</u>
19. Total aggregate indebtedness	<u>1,464,486</u>
20. Percentage of aggregate indebtedness to net capital (line 19 ÷ by line 10)	<u>15%</u>
21. Percentage of debt to debt-equity total computed in accordance with Rule 15c3-1 (d)	<u>N/A</u>

AFSG Securities Corporation

Statement Relating to Certain Determinations  
Required Under Rule 15c3-3 – Part IIA

December 31, 2004

**Computation for Determination of Reserve Requirements Pursuant of Rule 15c3-3:**

**Exemptive Provision**

25. If an exemption from Rule 15c3-3 is claimed, mark the appropriate rule with an "X":
- A. (k)(1) – Limited business (mutual funds and/or variable annuities only)
  - B. (k)(2)(i) – "Special Account for Exclusive Benefit of Customers" maintained
  - C. (k)(2)(ii) – All customer transactions cleared through another broker-dealer on a fully disclosed basis.  
Name of clearing firm \_\_\_\_\_
  - D. (k)(3) – Exempted by order of the Commission

          X



AFSG Securities Corporation

Statement Pursuant to Rule 17a-5(d)(4)

December 31, 2004

There were no differences between the computation of net capital under Rule 15c3-1 included in this audited report and the computation included in the Company's corresponding unaudited Form X-17A-5 Part IIA filing as submitted to the National Association of Securities Dealers, Inc.

## Supplementary Report on Internal Control of Independent Registered Public Accounting Firm

The Board of Directors  
AFSG Securities Corporation

In planning and performing our audit of the financial statements and supplemental schedules of AFSG Securities Corporation (the Company) for the year ended December 31, 2004, we considered its internal control, including control activities for safeguarding securities, to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on internal control.

Also, as required by Rule 17a-5(g)(1) of the Securities and Exchange Commission (SEC), we have made a study of the practices and procedures followed by the Company, including tests of compliance with such practices and procedures that we considered relevant to the criteria stated in Rule 17a-5(g) in making the periodic computations of aggregate indebtedness and net capital under Rule 17a-3(a)(11) and for determining compliance with the exemptive provisions of Rule 15c3-3. Because the Company does not carry securities accounts for customers or perform custodial functions relating to customer securities, we did not review the practices and procedures followed by the Company in any of the following: (1) making quarterly securities examinations, counts, verifications, and comparisons; (2) recordation of differences required by Rule 17a-13; and (3) complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System.

The management of the Company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of internal controls and of the practices and procedures referred to in the preceding paragraph and to assess whether those practices and procedures can be expected to achieve the SEC's above-mentioned criteria. Two of the objectives of internal control and the practices and procedures are to provide management with reasonable but not absolute assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition, and that transactions are executed in accordance with management's authorization and recorded properly to permit the preparation of financial statements in accordance with accounting principles generally accepted in the United States. Rule 17a-5(g) lists additional criteria of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations in any internal control or the practices and procedures referred to above, errors or fraud may occur and not be detected. Also, projection of any evaluation of internal control to future periods is subject to the risk that internal control may become inadequate because of changes in conditions or that the effectiveness of its design and operation may deteriorate.

Our consideration of internal control would not necessarily disclose all matters in internal control that might be material weaknesses under standards established by the American Institute of Certified Public Accountants. A material weakness is a condition in which the design or operation of one or more of the specific internal control components does not reduce to a relatively low level the risk that errors or fraud in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, we noted no matters involving internal control, including control activities for safeguarding securities, and its operation that we consider to be material weaknesses as defined above.

We understand that practices and procedures that meet the criteria referred to in the second paragraph of this report are considered by the SEC to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not meet such criteria in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe that the Company's practices and procedures were adequate at December 31, 2004, to meet the SEC's criteria.

This report is intended solely for the information and use of the Board of Directors, management, the SEC, the National Association of Securities Dealers, and other regulatory agencies that rely on Rule 17a-5(g) under the Securities Exchange Act of 1934 in their regulation of registered brokers and dealers, and is not intended to be and should not be used by anyone other than these specified parties.

February 6, 2005

Ernst + Young LLP